

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
Comcast Cable Communications, LLC,)
on behalf of its subsidiaries and affiliates) CSR No. _____
)
For Determination of Effective Competition in:)
Lexington, Minnesota (MN0375))

To: Office of the Secretary
Attn: Chief, Media Bureau

PETITION FOR SPECIAL RELIEF

Comcast Cable Communications, LLC, on behalf of its subsidiaries and affiliates (“Comcast”), pursuant to Sections 76.7 and 76.907 of the Commission’s rules,¹ requests that the Commission determine that Comcast faces “effective competition” in Lexington, Minnesota (the “Franchise Area”), which is a member of the North Metro Telecommunications Commission (“North Metro”).²

The Communications Act of 1934, as amended (the “Act”), and the Commission’s rules provide that cable television rates may be regulated only in the absence of effective competition.³ Cable operators are entitled to demonstrate that effective competition exists on a franchise-by-

¹ 47 C.F.R. §§ 76.7 and 76.907.

² North Metro has a total of 7 member municipalities. Six of the North Metro municipalities – Blaine, Centerville, Circle Pines, Ham Lake, Lino Lakes, and Spring Lake Park – were found to be subject to effective competition in *Comcast Cable Communications, LLC, Petition for Determination of Effective Competition in Six Blaine, Minnesota Franchise Areas*, DA 13-863 (rel. Apr. 24, 2013) (“*Comcast – Six Blaine, MN Franchise Areas*”).

³ 47 U.S.C. § 543(a)(2); 47 C.F.R. § 76.905(a).

franchise basis.⁴ When a cable operator demonstrates that effective competition exists within a franchise area, cable rates in the affected area are no longer subject to regulation.⁵

Under the test set forth in Section 623(I)(1)(B) of the Act and Section 76.905(b)(2) of the Commission's rules (the "Competing Provider Test"), a cable system will be deemed subject to effective competition if:

- (i) the franchise area is served by at least two unaffiliated multichannel video programming distributors ("MVPDs"), each of which offers comparable programming to at least 50 percent of the households in the franchise area; and
- (ii) the number of households subscribing to multichannel video programming offered by MVPDs other than the largest MVPD exceeds 15 percent of the households in the franchise area.⁶

As demonstrated below, the Competing Provider Test is satisfied in the Franchise Area because two unaffiliated MVPDs offer comparable programming to over 50 percent of the Franchise Area's households and the reported penetration rate for these MVPD competitors exceeds the 15 percent threshold.

THE COMPETING PROVIDER TEST IS SATISFIED IN THE FRANCHISE AREA

The two prongs of the Competing Provider Test are straightforward and objective. Both prongs of this test are satisfied in the Franchise Area.

⁴ 47 C.F.R. § 76.907.

⁵ See *Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992, Rate Regulation*, 8 FCC Rcd. 5631, ¶ 42 (1993) ("Rate Order").

⁶ 47 U.S.C. § 543(I)(1)(B)(i) and (ii); 47 C.F.R. § 76.905(b)(2)(i) and (ii).

A. More Than Two Unaffiliated MVPDs Offer Comparable Programming to Over 50 Percent of the Households in the Franchise Area.

The first prong of the Competing Provider Test requires that a franchise area must be served by “at least two unaffiliated multichannel video programming distributors....”⁷ This requirement is satisfied because the two major direct broadcast satellite providers (DirecTV, Inc. and Dish Network Corp.) (“DBS Providers”) are unaffiliated with Comcast and offer comparable programming to more than 50 percent of the households in the Franchise Area.

MVPD service is deemed “offered” where it is both technically and actually available.⁸ DBS service is presumed to be “technically available” throughout the country due to its nationwide satellite footprint.⁹ As such, Comcast’s Franchise Area is entirely within the satellite footprint of both DirecTV and Dish Network.

DBS service is presumed to be “actually available” if households in a franchise area are “reasonably aware” that the service is available.¹⁰ The Commission has stated that “a party may use evidence of penetration rates in the franchise area (the second prong of the competing provider test ...) coupled with the ubiquity of DBS services to show that consumers are reasonably aware of the availability of DBS service.”¹¹ DirecTV and Dish Network are among

⁷ 47 U.S.C. § 543(l)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i). Section 602 of the Communications Act of 1934, as amended, defines “multichannel video programming distributors” to include cable operators, as well as DBS and MMDS providers. See 47 U.S.C. § 522(13).

⁸ *Rate Order* ¶ 29.

⁹ See *MediaOne of Georgia, Inc.; Petition for Revocation of the Certification of Gwinnett County, Georgia*, 12 FCC Rcd. 19406, ¶ 5 n.16 (1997) (citing *Rate Order*, at 5660-5661).

¹⁰ See *Rate Order* ¶ 32 (citations omitted). See also *Charter Communications, LLC d/b/a Charter Communications Petition for Determination of Effective Competition in Fourteen North Carolina Communities et al.*, 19 FCC Rcd. 7003, ¶ 4 (2004).

¹¹ *Comcast Cable Communications, LLC Petition for Determination of Effective Competition in Various Michigan Communities*, 23 FCC Rcd. 9595, ¶ 5 (2008) (“*Comcast – Various Michigan Communities*”) (citing *Mediacom Illinois LLC et al., Eleven Petitions for Determination of Effective Competition in Twenty-Two Local Franchise Areas in Illinois and Michigan*, 21 FCC

the largest MVPDs in the nation.¹² With approximately 34 million DBS subscribers nationwide¹³ (comprising approximately 34 percent of all MVPD subscribers),¹⁴ extensive DBS advertising, and substantial DBS penetration in the Franchise Area, it is clear that consumers throughout the Franchise Area are “reasonably aware” of the availability of Comcast’s DBS competitors.¹⁵

The Competing Provider Test also requires that the programming offered by these competing providers must be “comparable” to the programming offered by the petitioning cable

Rcd. 1175 (2006)). Thus, the Commission has not required the production of advertising to demonstrate that households in the franchise area are “reasonably aware” of the availability of DBS service. See *Bright House Networks, LLC Petition for Determination of Effective Competition (Lake Alfred and Dundee, FL)*, 22 FCC Rcd. 4390, ¶ 6 (2007) (“*Bright House Networks – Florida*”) (“Over more than ten years, we have made hundreds of findings that households in particular franchise areas are reasonably aware that they may purchase DBS services based on localized evidence. These accumulated showings amount to substantial evidence that households in all franchise areas are reasonably aware that they may purchase DBS services. In at least one earlier reported decision, we found households in a franchise area to be reasonably aware that they may purchase DBS service solely based on evidence of DBS’s nationwide growth and local subscriptions, without reference to advertising or other promotion.”).

¹² See *Annual Assessment of the Status of Competition in the Market for the Delivery of Video Programming (Fourteenth Order)*, 27 FCC Rcd. 8610, ¶ 31 (2012) (“14th Report”).

¹³ See Press Release, DirecTV, *DirecTV Announces Fourth Quarter and Full Year 2012 Results* (Feb. 14, 2013) (reporting that, as of December 31, 2012, DirecTV (US) had 20.084 million subscribers), available at <http://investor.directv.com/releasedetail.cfm?ReleaseID=740312>; Press Release, DISH Network, *DISH Reports Year End 2012 Financial Results* (Feb. 20, 2013) (reporting that, as of December 31, 2012, Dish Network had approximately 14.056 million subscribers), available at <http://dish.client.shareholder.com/releasedetail.cfm?ReleaseID=741643>.

¹⁴ See 14th Report ¶ 31. See also Georg Szalai, *U.S. Pay-TV Industry Sub Growth Hits Low in 2012*, The Hollywood Reporter, Mar. 11, 2013 (citing SNL Kagan report of 100.4 million video subscribers by the end of 2012), available at <http://www.hollywoodreporter.com/news/us-pay-tv-industry-growth-427390>.

¹⁵ See, e.g., *Comcast – Various Michigan Communities* ¶ 5; *Bright House Networks – Florida* ¶ 6.

operator.¹⁶ The Commission's rules expressly define comparable programming as "at least 12 channels of video programming, including at least one channel of nonbroadcast service programming."¹⁷ The Commission has repeatedly recognized that the DBS Providers offer comparable programming to Comcast and other cable operators under the Commission's Competing Provider Test.¹⁸ Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.¹⁹ And, as shown in the attached channel line-up, Comcast's programming service offerings in the Franchise Area are substantially similar to the DBS Providers' programming services.²⁰

Based on the above facts, the first prong of the Competing Provider Test is satisfied in the Franchise Area.²¹

¹⁶ See 47 U.S.C. § 543(l)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

¹⁷ 47 C.F.R. § 76.905(g).

¹⁸ See, e.g., *Comcast Cablevision of Maryland, Inc., Petitions for Determination of Effective Competition (Charles County, MD)*, 19 FCC Rcd. 7130, ¶ 4 (2004) ("We find that the programming of DBS providers satisfies the Commission's program comparability criterion because DBS providers offer more than 12 channels of video programming, including more than one non-broadcast channel.").

¹⁹ See Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 1.

²⁰ See Comcast Channel Line-up, attached hereto as Exhibit 2.

²¹ All of the legal positions taken above regarding the first prong of the Competing Provider Test were confirmed by the Commission in *Comcast – Six Blaine, MN Franchise Areas* ¶ 7, and *Comcast Cable Communications, LLC, Petition for Determination of Effective Competition in Nine Minnesota Franchise Areas*, DA 13-862, ¶ 6 (rel. Apr. 24, 2013) ("Comcast – Nine Minnesota Franchise Areas").

B. The Competing DBS Providers Serve More Than 15 Percent of the Households In the Franchise Area.

The second prong of the Competing Provider Test requires that the aggregate subscribership of competing MVPDs, other than the largest MVPD, exceeds 15 percent of franchise area households.²²

DBS Providers track their subscribers according to the ZIP Codes where each subscriber resides, rather than by political jurisdiction. In this case, Comcast relied on ZIP+4 codes associated with the Franchise Area in order to determine the number of DBS subscribers within the Franchise Area. The Commission has previously accepted ZIP+4 codes as “reasonable and sufficiently reliable for purposes of determining the presence of effective competition,”²³ and stated its preference for this approach.²⁴

To determine the relevant ZIP+4 codes for the Franchise Area, Comcast first contacted SNL Kagan (“SNL,” formerly known as “Media Business Corp.”). SNL has developed a process to accurately identify the ZIP+4 codes that correspond with the political boundaries of a particular community. This process utilizes enhanced mapping software that correlates ZIP+4 codes with political boundaries. With this software, SNL was able to identify the ZIP+4 codes that lie within the Franchise Area.²⁵

²² 47 U.S.C. § 543(l)(1)(B)(ii); 47 C.F.R. § 76.905(b)(2)(ii).

²³ See *Cable One, Inc. Petition for Determination of Effective Competition in Pocatello, Idaho*, 18 FCC Rcd. 12792, ¶ 8 (2003) (quoting *Falcon Cable Systems II, a California Limited Partnership, d/b/a Charter Communications Petition for Determination of Effective Competition in Twelve Oregon Cities*, 17 FCC Rcd. 4648 (2002)).

²⁴ See Public Notice, “Commission Announces New Standards for Showings of Effective Competition For Cable Service,” 23 FCC Rcd. 12067 (2008); Public Notice, “Commission Clarifies Standards for Evidence of Competing Provider Effective Competition for Cable Service,” 24 FCC Rcd. 8198 (2009).

²⁵ See Letter from SNL (explaining ZIP+4 methodology), attached hereto as Exhibit 3.

Comcast next provided all of the ZIP+4 codes identified for the Franchise Area to the Satellite Broadcasting and Communication Association (“SBCA”). SBCA is the national trade association representing the two major DBS Providers, and it has assumed the responsibility for compiling subscribership data and responding to data requests from cable operators and franchising authorities engaged in effective competition proceedings. The DBS subscriber numbers reported in the attached Effective Competition Tracking Report (“ECTR”) from SBCA reflect the total DBS subscribers within the individual ZIP+4 codes associated with the Franchise Area.²⁶

To determine whether the competing providers’ subscribership exceeds the 15 percent threshold in the Franchise Area, Comcast compared the DBS subscribership data reported by SCBA with most recent “occupied household unit” figures reported by the U.S. Census.²⁷ This comparison yields a penetration rate of 21.60 percent for DBS Providers in the Lexington Franchise Area.²⁸

The subscriber penetration rate for the DBS Providers in the Franchise Area exceeds the 15 percent threshold required under Section 623(l)(1)(B) of the Act. Accordingly, these providers satisfy the second prong of the Competing Provider Test.²⁹

²⁶ See Exhibit 4 (providing total ZIP+4-based DBS subscribership for the Franchise Area, as well as all ZIP+4 data relied on in the Petition).

²⁷ See Exhibit 5. The Commission has consistently approved cable operators’ reliance on decennial Census data in effective competition cases. See, e.g., *Comcast – Nine Minnesota Franchise Areas* ¶ 14 (denying local franchising authorities objection to the use of 2000 Census data and their attempt to substitute regional estimates); *Comcast – Six Blaine, MN Franchise Areas* ¶ 17; *Mediacom Minnesota*, 18 FCC Rcd. 12768, ¶ 8 (2003); *Thompson Cable Vision Company*, 17 FCC Rcd. 22679, ¶ 3 (2002).

²⁸ See Exhibit 6.

²⁹ Comcast has confirmed that it is the largest MVPD in the Lexington Franchise Area. See Declaration of Warren Fitting attached hereto.

CONCLUSION

Comcast's cable system is subject to effective competition in the Lexington Franchise Area under the two-prong Competing Provider Test. Based on the straightforward and objective evidence presented herein, Comcast respectfully requests that the Media Bureau issue an order acknowledging the presence of effective competition in each of the Lexington, Minnesota Franchise Area as of the filing date of this Petition.³⁰

Respectfully submitted,

Comcast Cable Communications, LLC
on behalf of its subsidiaries and affiliates

By: 

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³⁰See, e.g., *Time Warner Entertainment-Advance/Newhouse Partnership*, 26 FCC Rcd. 3829, ¶ 28 (2011) ("Consistent with our longstanding practice, the order herein is effective as of the date the petition herein was filed.") (footnote omitted). See also *Charter Communications Entertainment I LLC*, 26 FCC Rcd. 5975, ¶ 28 (2011).

CERTIFICATION PURSUANT TO 47 C.F.R. § 76.6(a)(4)

The below-signed signatory has read the foregoing Petition for Special Relief, and to the best of my knowledge, information, and belief formed after reasonable inquiry, it is well grounded in fact and is warranted by existing law or a good faith argument for the extension, modification, or reversal of existing law; and is not interposed for any improper purpose.

Respectfully submitted,

Comcast Cable Communications, LLC
on behalf of its subsidiaries and affiliates

By:


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May 13, 2013

Its Attorneys

DECLARATION OF WARREN FITTING

I, Warren Fitting, declare, under penalty of perjury that:

1. I am the Senior Director of Regulatory Accounting for Comcast Cable Communications, LLC ("Comcast").
2. I have read the foregoing Petition for Special Relief ("Petition") and am familiar with the contents thereof and the matters referred to therein.
3. I have reviewed Comcast's cable subscriber numbers for the Franchise Area at issue in this Petition, as well as the DBS subscriber numbers provided by SBCA for the Franchise Area as described in the Petition. Comcast is the largest multichannel video programming distributor in the Lexington Franchise Area.
4. The facts contained within the Petition are true and correct to the best of my knowledge, information, and belief.

May 6, 2013
Date

Warren O. Fitting
Warren Fitting

EXHIBIT 1



ULTIMATE package 225+ digital channels

Print channels for ZIP Code 55014

PRINT

EN ESPAÑOL

Cartoon Network (Este) HD	296	Univision (Este)	402	Univision On Demand	1402	mun2	410
ONCE México*	447	Univision Deportes	455	V-me*	440		

NATIONALS

3net (HD)	107	Discovery Fit & Health	261	ION Television	305	QVC	275
A&E	265	Disney Channel (East)	290	ION Television West	306	RFD TV	345
ABC Family	311	Disney Channel (West)	291	Independent Film Channel (IFC)	559	ReelzChannel	238
AXSTV HD	340	Disney Junior Channel	289	Investigation Discovery (ID)	285	ReelzChannel On Demand	1238
AXSTV HD On Demand	1340	Disney XD	292	Jewelry Television	313	SOAPnet	262
American Movie Classics (AMC)	254	Documentary Channel	267	Jewish Life	366	Science Channel	284
Animal Planet	282	E! Entertainment	236	Television*		ShopNBC	316
Audience Network	239	ESPN	206	Lifetime	252	Speed Channel	607
Audience Network On Demand	1239	ESPN 3D (HD)	106	Lifetime Movie Network	253	Spike	241
BBC America	264	ESPN2	209	Lifetime Movie	1253	Style	235
BYU TV	374	ESPNEWS	207	Network On Demand		Style On Demand	1235
BabyFirstTV*	293	ESPNU	208	Lifetime On Demand	1252	Syfy Channel	244
Big Ten Network	610	EWTN	370	LinkTV	375	TBS	247
Biography Channel	266	Enlace Christian Television*	448	Logo	272	TCT Network	377
Black Entertainment Television (BET)	329	FUEL TV	618	Logo On Demand	1272	TLC	280
Bloomberg Television	353	FX	248	MHz WORLDVIEW*	2183	TNT	245
Boomerang	298	Food Network	231	MLB Network	213	TV Guide Network	273
Bravo	237	Fox Business Network	359	MSNBC	356	TV Land	304
CBS Sports Network	613	Fox Movie Channel	258	MTV	331	TV Land On Demand	1304
CMT	327	Fox News Channel	360	MTV2	333	TV One	328
CNBC	355	Free Speech TV*	348	Military Channel	287	TeenNick	303
CNBC World	357	Fuse	339	NASA TV	346	TeenNick On Demand	1303
CNN	202	GEM NET (Global Expansion Media Network)*	2068	NBA TV	216	Tennis Channel	217
CSPAN 1	350	GOD TV	365	NBCS	220	The Sportsman Channel - ELNUS	605
CSPAN 2	351	GSN	233	NFL Network	212	The Sportsman Channel On Demand-ELNUS	1605
Cartoon Network (East)	296	Galavision	404	NHL Network	215	The Word Network	373
Cartoon Network (West)	297	Golden Eagle Broadcasting*	363	NRB	378	Travel Channel	277
Centric	330	Golf Channel	218	Nat Geo WILD	283	Trinity Broadcasting Network (TBN)	372
Chiller	257	Great American Country	326	National Geographic Channel	276	TruTV	246
Christian Television Network (CTN)	376	H2	271	Nick Jr.	301	Turner Classic Movies (TCM)	256
Church Channel	371	H2 On Demand	1271	Nick Jr. On Demand	1301	USA Network	242
Cinemoi	259	HITN*	438	Nick at Nite On Demand	1801	VH1	335
Cloo	308	Hallmark Channel	312	Nickelodeon (East)	299	VH1 Classic	337
Comedy Central	249	Headline News	204	Nickelodeon (West)	300	Velocity	281
Cooking Channel	232	History Channel	269	Nickelodeon On Demand	1300	WE: Women's Entertainment	260
Current TV	358	Home & Garden Television (HGTV)	229	Nicktoons Network	302	WGN America	307
DIY Network	230	Home Shopping Network	240	OWN	279	Weather Channel	362
Daystar	369	Hope*	368	Ovation	274	World Harvest Television	367
Destination America	286	Hub	294	Oxygen	251	gmc - Uplifting Entertainment	338
Discovery Channel	278	INSP	364	PBS	0	n3D	103
				PBS Kids Sprout	295		
				Pursuit Channel	604		

PREMIUMS

ENCORE (East)	535	ENCORE Family	542	ENCORE® ON DEMAND	1535	THE MOVIE CHANNEL™ ON DEMAND	1554
ENCORE (West)	536	ENCORE Love	537	Fox Soccer Channel	619	TVG - The Interactive Horseracing Network	602
ENCORE Action	541	ENCORE Suspense	539	Sundance Channel	558	The Movie Channel (East)	554
ENCORE Drama	540	ENCORE Westerns	538	Sundance ON DEMAND	1558	The Movie Channel (West)	555

REGIONAL SPORT NETWORKSFS North  668**SATELLITE RADIO**

SONICTAP: 60's Revolution	803	SONICTAP: College Rock	831	SONICTAP: Irish	883	SONICTAP: Retro Disco	845
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SATELLITE RADIO

SONICTAP: 70's Hits	804	SONICTAP: Dance	859	SONICTAP: Italian	881	SONICTAP: Rock en Espanol	878
SONICTAP: 8-Tracks	840	SONICTAP: Familiar Favorites	880	SONICTAP: Jazz	852	SONICTAP: Salsa	874
SONICTAP: 80's Hits	805	SONICTAP: Fiesta	870	SONICTAP: Latin Hits	871	SONICTAP: Showtunes	823
SONICTAP: 90's Hits	806	SONICTAP: Tropical	839	SONICTAP: Latin Jazz	879	SONICTAP: Silky Soul	843
SONICTAP: Adult Alternative	832	SONICTAP: Flashback/New Wave	813	SONICTAP: Light Classical	866	SONICTAP: Silver Screen	822
SONICTAP: Adult Contemporary	821	SONICTAP: Folk Rock	830	SONICTAP: Love Songs	819	SONICTAP: Singer-Songwriters	836
SONICTAP: Adult Alternative	834	SONICTAP: Full Metal Jacket	827	SONICTAP: Malt Shop Oldies	802	SONICTAP: Smooth Jazz	851
SONICTAP: Bailamos!	869	SONICTAP: Gospel Glory	855	SONICTAP: Mariachi	876	SONICTAP: Soft Hits	849
SONICTAP: Be-Tween	867	SONICTAP: Great Standards	824	SONICTAP: Metro Blend	853	SONICTAP: Spike	841
SONICTAP: Beautiful Instrumentals	820	SONICTAP: Groove Lounge	829	SONICTAP: Modern Country	814	SONICTAP: SubTerranean	858
SONICTAP: Big Band/Swing	801	SONICTAP: Hair Guitar	828	SONICTAP: Modern Workout	860	SONICTAP: Symphonic	864
SONICTAP: Bluegrass	812	SONICTAP: Hallelujah	809	SONICTAP: Musica De Las Americas	872	SONICTAP: The Boombox	846
SONICTAP: Blues	854	SONICTAP: Hit Country	815	SONICTAP: New Age	856	SONICTAP: The Playground	868
SONICTAP: Classic Hits Blend	837	SONICTAP: Holidays & Happenings	811	SONICTAP: Old School Funk	844	SONICTAP: The Spirit	826
SONICTAP: Classic Jazz Vocal Blend	850	SONICTAP: Honky Tonk Tavern	825	SONICTAP: PUMP!	861	SONICTAP: Today's Hits	816
SONICTAP: Classic R&B	842	SONICTAP: Hot Jamz	818	SONICTAP: Rat Pack	807	SONICTAP: Traditional Country	808
SONICTAP: Classic Rock	833	SONICTAP: Hottest Hits	875	SONICTAP: Reality Bites	838	SONICTAP: Tranquility	884
SONICTAP: Classic Rock Workout	862	SONICTAP: Hurbano	847	SONICTAP: Red, Rock and Blues	810	SONICTAP: Y2k Hits	817
SONICTAP: Coffeehouse Rock	848	SONICTAP: Hype	835	SONICTAP: Reggae	863	SONICTAP: Zen	857

LOCALS

KARE (NBC)	 11	KPXM (ION)	41	KTCA (PBS)	 2	WFTC (MNT)	 29
KAWB (PBS)	22	KSTC	45	KTCI2 (PBS)	17	WUCW (CW)	 23
KMSP (FOX)	 9	KSTP (ABC)	 5	WCCO (CBS)	 4		

*The following channels require a special dish or equipment: MHz, GEM NET, Hope Channel, JLTv, Once, HITN, V-Me, Enlace, Golden Eagle Broadcasting, and Free Speech TV. Please call 1-800-531-5000 for more information.

THERE'S SOMETHING FOR EVERYONE

America's Top 120

A&E	A&E	118
ABC Family	ABC Family	180
ALIVE	America Live	219
ANGEL	Angel One	262
ANGEL2	Angel Two	268
AXS	AXS TV	131
BUY	Business Television	9602
BUY1	Buy1	221
TOONW	Cartoon Network (E) ^{SAP}	176
CCTVE	Cartoon Network (W)	177
CCNEWS	CCTV-E	884
CHCH	CCTV-News	265
CM1	Church Channel	258
CM2	CM1	166
CM3	CM2	208
CM4	CM3	209
CM5	CM4	107
CM6	CM5	211
CM7	CM6	263
CM8	CM7	182
CM9	CM8	172
CM10	CM9	173
CM11	CM10	197
CM12	CM11	184
CM13	CM12	140
CM14	CM13	144
CM15	CM14	142
CM16	CM15	141
CM17	CM16	110
CM18	CM17	205
CM19	CM18	129
CM20	CM19	129
CM21	CM20	112
CM22	CM21	120
CM23	CM22	202
CM24	CM23	404
CM25	CM24	84
CM26	CM25	226
CM27	CM26	230
CM28	CM27	259
CM29	CM28	216
CM30	CM29	217
CM31	CM30	227
CM32	CM31	108
CM33	CM32	220
CM34	CM33	160
CM35	CM34	181
CM36	CM35	170
CM37	CM36	171
CM38	CM37	256
CM39	CM38	137
CM40	CM39	299
CM41	CM40	225
CM42	CM41	224
CM43	CM42	228
CM44	CM43	257
CM45	CM44	168
CM46	CM45	122
CM47	CM46	139
CM48	CM47	183
CM49	CM48	138
CM50	CM49	198
CM51	CM50	405
CM52	CM51	117
CM53	CM52	106
CM54	CM53	105
CM55	CM54	182
CM56	CM55	214
CM57	CM56	99
CM58	CM57	8002-8099
CM59	CM58	98
CM60	CM59	950-981

America's Top 200

APL	Animal Planet	184
BBCA	BBG America	135
BET	BET	124
BIG10	Big Ten Network	439
BRAVO	Bravo	129
CBSSN	CBS Sports Network	158
CCURNT	Current TV	215
DISXD	Disney XD ^{SAP}	174
FOX	Fox Business Network	206
G4	G4	191
GLVSN	Galavision	273
GOLF	Golf Channel	401
GSN	GSN	116
HLMRK	Hallmark Channel	185
HUB	Hub	179
INVEST	Investigation Discovery	192
LIFETIME	Lifetime Movie Network	109
MLBN	MLB Network	152
msnbc	msnbc	209
WTGEO	National Geographic Channel	186
NBA TV	NBA TV	156
NFL	NFL Network	184
NHLN	NHL Network	157
NICK Jr	Nick Jr	188
NUVO	nuvoTV	167
OVATION	Ovation	261
OWN	OWN: Oprah Winfrey Network	189
OXYGN	Oxygen	127
RFD TV	RFD-TV	231
SCI	Science	193
SOAP	SOAPnet	253
SPEED	SPEED	150
STYLE	Style	115
TOONICK	ToonNick	181
TRAE	TeleFutura (E)	271
TRAW	TeleFutura (W)	272
truTV	truTV	204
TOM	Turner Classic Movies	132
UNIVSN	Univision (E)	270
UNVSW	Univision (W)	628
UDEF	Univision Deportes Network	869

General Channels

BABY1	BabyFirstTV	8400
BLOCK	Blockbuster Studio Channel	102
BYUTV	BYUTV	9403
CTN	Christian Television Network	287
ARTS	Classic Arts Showcase	9406
CSPAN	C-SPAN	210
DW101	DISH 101	101
EARTH	DISH Earth	287
HOME	DishHOME (not available on Hopper)	100
ENLC	Enlace	9411
EWTV	Eternal Word Television ^{SAP}	281
PREVW	Free Preview Guide	103

Local Networks

ABC	CBS	NBC	FOX
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Regional Sports Networks

Hopper	412
All other receivers	408-437

HD Channels are broadcast in SD and HD unless noted as **HD ONLY**. To view channels broadcast in HD, you need an HD TV, a DISH HD receiver, and a DISH HD add-on package.

BOLD Channels in bold are some of our most popular channels. ^{SAP} - Spanish audio feed available. Audio disclaimer on Español. Available on select HD channels.

America's Top 250

BIO	Bio	119
BITV	Bloomberg Television	303
BOOM	Boomerang ^{SAP}	175
CHIEF	Chiller	199
CLOO	cloo	198
COOK	Cooking Channel	113
AMERI	Destination America	194
DIY	DIY	161
ENCOR	Encore (E)	340
ENCORW	Encore (W) ^{SAP}	341
EACTN	Encore Action	343
EDRAM	Encore Drama	345
ENFAM	Encore Family	347
ELOVE	Encore Love	348
ESUSP	Encore Suspense	344
ENCORW	Encore Westerns	342
EPXDR	EPIX DRIVE-IN ^{SAP}	292
FOXMO	Fox Movie Channel	133
FSC	Fox Soccer Channel	406
FUEL	FUEL TV	398
GMC	gmc	188
GAC	Great American Country (GAC)	185
H2	H2	121
HMC	Hallmark Movie Channel	187
MIL	Military Channel	195
MPLEX	MoviePix	377
MUN2	mun2	338
MATGW	Nat Geo WILD	190
NBCSP	NBC Sports Network	159
NICKT	Nicktoons Network	178
OTDOH	Outdoor Channel	395
RURAL	RuralTV	232
SPMAN	Sportsman Channel	395
TENNIS	Tennis Channel	400
TMC-W	The Movie Channel (W) ^{SAP}	329
VERIA	Veria	218
VH1CL	VH1 Classic	163
DISH Music Channels		
Hopper		98
All other receivers		923-946

FSTV	Free Speech TV	9415
KBS	KBS World	9394
KTV	Kids & Teens Television (KTV)	264
LINK	Link TV	9410
NASA	NASA	212
ONPPV	Pay-Per-View Guide	500
PNTGN	Pentagon	9405
TBN	TBN	260
IMPCT	The Impact Network	9397
3ABN	Three Angels Broadcasting Network	9393
VME	V-ME	9414

Pay-Per-View

MOVIE	DISH Cinema	1
MOVIE	DISH Cinema	500-558
SPORT	Sports & Events	454-472

1. Channel availability based on one or more of the following: geographical location, time zone, programming package, dish antenna.

*Available with Multi-Sport Pack or a minimum of America's Top 120 Plus package.

Smart Pack

ALIVE	America Live	219
ANGEL	Angel One	262
ANGEL2	Angel Two	268
APL	Animal Planet	184
BIO	Bio	119
BITV	Bloomberg Television	303
BOOM	Boomerang ^{SAP}	175
BUY	Buy1	221
CBSSN	CBS Sports Network	158
CCTVE	CCTV-E	884
CCNEW	CCTV-News	265
COOK	Cooking Channel	113
CSPN2	C-SPAN2	211
DYSTR	Daystar	263
DIY	DIY	111
DOC	Documentary Channel	197
FOOD	Food Network	110
FOXW	FOX News Channel	205
GEMS	Gems and Jewelry	229
GAC	Great American Country (GAC)	185
HLMRK	Hallmark Channel	185
HMC	Hallmark Movie Channel	187
HLN	HLN	202
HSN	HSN	84
HSN2	HSN2	225
HUB	Hub	179
ICTV	In Country Television	230
JTV	Jewelry Television	227
MALL	Mall	220
NICK	Nick/Nick at Nite (E)	170
NICKW	Nick/Nick at Nite (W)	171
NICKT	Nicktoons Network	178
OTDOH	Outdoor Channel	396
QVC	QVC	137
RFD TV	RFD-TV	231
SALE	Sale	225
SCI	Science	193
SHOP	shop	224
SHNBC	ShopNBC	228
TVLND	TV Land	106
TWC	Weather Channel	214



dish

For the most up-to-date Channel Lineup Card, please visit mydish.com/channelcard.



CHANNELS AND PACKAGES

Premium Movie Packages

HBO			
HBO-E	HBO (E) SAP	HD	300
HBO2E	HBO2 (E) SAP	HD	301
HBO5G	HBO Signature SAP	HD	302
HBO-W	HBO (W) SAP	HD	303
HBO2W	HBO2 (W) SAP	HD	304
HBOFM	HBO Family SAP	HD	305
HBOCY	HBO Comedy SAP	HD	307
HBOZ	HBO Zone	HD	308
HBO-L	HBO Latino	HD	309

CINEMAX

MAX-E	Cinemax (E) SAP	HD	310
MAX-W	Cinemax (W) SAP	HD	311
MOMAX	MoreMAX SAP	HD	312
ACMAX	ActionMAX SAP	HD	313
5-MAX	5StarMAX SAP	HD	314

SHOWTIME

SHO-E	Showtime (E) SAP	HD	318
SHO-W	Showtime (W) SAP	HD	319
SHOTO	Showtime 2 SAP	HD	320
SHOCS	Showtime ShowCase SAP	HD	321
SHOEX	Showtime Extreme SAP	HD	322
SBYND	Showtime Beyond SAP	HD	323
TMC-E	The Movie Channel (E) SAP	HD	327
TMCXE	The Movie Channel extra (E) SAP	HD	328
FLIX	FLIX		333

STARZ

ENCOR	Encore (E) SAP	HD	340
STARZ	Starz (E) SAP	HD	350
STRZW	Starz (W) SAP	HD	351
SEDGE	Starz Edge SAP	HD	352
SCINE	Starz Cinema SAP	HD	353
STZC	Starz Comedy	HD	354
SBLOCK	Starz InBlack SAP	HD	355
SK&FM	Starz Kids & Family SAP	HD	356

Mini-Packs

EPIX			
EPIX1	EPIX 1 SAP	HD	380
EPIX2	EPIX 2 SAP	HD	381
EPIX3	EPIX 3 SAP	HD	382
EPXDR	EPIX DRIVE-IN SAP	HD	292

Encore Movie Pak

ENCRW	Encore (W) SAP		341
EACTN	Encore Action		343
EDRAM	Encore Drama		345
ENFAM	Encore Family		347
ELOVE	Encore Love		348
ESUSP	Encore Suspense		344
EWSTN	Encore Westerns		342
MPLX	MoviePlex		377

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Mini-Packs

Blockbuster @Home
100,000 movies, shows and games by mail, thousands of titles streamed to your TV with an HD DVR connected to broadband Internet, 25,000 titles available on dishonline.com.

CTRC	Centric	HD	371
CI	Crime & Investigation	HD	368
ESUSP	Encore Suspense		344
EPIX1	EPIX SAP	HD	380
EPIX2	EPIX2 SAP	HD	381
EPIX3	EPIX3 SAP	HD	382
HMC	Hallmark Movie Channel	HD	187
HDNMV	HDNet Movies	HD	383
INDIE	IndiePlex	HD	378
LOGO	LOGO	HD	373
MAVTV	MAVTV American Real	HD	361
MGM	MGM	HD	385
MPLX	MoviePlex		377
PLDIA	Palladia	HD	388
PIXL	PaL	HD	388
RETRO	RetroPlex	HD	379
SMC	Sony Movie Channel	HD	386
SCINE	Starz Cinema	HD	353
UNIHD	Universal HD	HD	366
VLCITY	Velocity	HD	384
WFN	World Fishing Network		394

Heartland

BABY	Baby TV SAP		824
GMC	gmc		188
GSN	GSN	HD	116
HLMRK	Hallmark Channel	HD	185
HMC	Hallmark Movie Channel	HD	187
HUB	Hub	HD	179
OWN	OWN: Oprah Winfrey Network	HD	189
PIXL	PaL SAP	HD	388
RFD-TV	RFD-TV	HD	231
RURAL	Rural TV		232

Outdoor Sports

MAVTV	MAVTV American Real HD	HD	361
OTDCH	Outdoor Channel		396
SPMAN	Sportsman Channel	HD	395
WFN	World Fishing Network		394

Multi-Sport

ESPCL	ESPN Classic		143
FSC	Fox Soccer Channel	HD	406
FUEL	FUEL TV		398
MLBN	MLB Network	HD	152
MLBSZ	MLB Network Strike Zone		153
NFL	NFL Network	HD	154
NFLRZ	NFL RedZone	HD	155
NBA-TV	NBA TV	HD	156
NHLN	NHL Network	HD	157
USN	Universal Sports		402

Plus over 25 Regional Sports Networks

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Get Connected
Connect your DISH ViP® series DVR or Hopper receiver to your broadband internet service and gain instant access to thousands of On Demand movies and TV shows.

Visit mydish.com/getconnected

DISHperks

There are a lot of benefits to being a DISH customer. You get things like month-long free previews, sweepstakes for trips, HDTVs and more, exclusive free shows, new channels, and tons of online content. And it's all included with your DISH service.

Get all the extras for nothing extra. Visit dishperks.com

Need some help?

mydish.com/support

facebook.com/dish

twitter.com/dish

[DISH 101 - Support Channel \(Ch. 101\)](https://dish101.com)

EXHIBIT 2

**XFINITY® TV***Channels in bold are HD***Limited Basic**

- 2 KTCA (PBS)
- 3 KPXM (ION)
- 4 WCCO (CBS)
- 5 KSTP (ABC)
- 6 Metro 6 Regional Access
- 8 WUCW (CW)
- 9 KMSP (FOX)
- 10 WFTC (MNT)
- 11 KARE (NBC)
- 12 KSTC (IND)
- 13 Local Programming
- 14 North Metro Public Access
- 15 North Metro Community Programming
- 16 Your City Channel
- 17 KCTI (PBS)
- 18 School District 11
- 19 School District 16
- 20 School District 12
- 21 C-SPAN
- 23 WGN America
- 80 Shop NBC*
- 81 Jewelry TV*
- 96 HSN
- 99 WUMN (Univision)
- 104 C-SPAN2*
- 127 TVGN*
- 220 WFTC (Bounce TV)*
- 231/805 KSTP HD (ABC)***
- 232/811 KARE HD (NBC)***
- 233/804 WCCO HD (CBS)***
- 234/809 KMSP HD (FOX)***
- 235/808 WUCW HD (CW)***
- 236/807 WFTC HD (MNT)***
- 237/803 KPXM HD (ION)***
- 238/812 KSTC HD (IND)***
- 240/802 KTCA HD (PBS)***
- 243 KTCA (Minnesota)*
- 244 KTCA (Weather)*
- 245 KSTC (ThisTV)*
- 246 KSTC (Me TV)*
- 247 KSTC (AntennaTV)*
- 249 KARE 11 WeatherNOW*
- 252 KSTP (Live Well Network)*
- 253 WUCW (The Country Network)*
- 291 EWTN*
- 599 XFINITY Latino*

810 WGN America HD***814 HSN HD*****937 BMA Black Music America***

** Additional equipment needed to view these channels*

Family Tier

Includes Limited Basic

- 32 HLN
- 35 The Weather Channel
- 44 Food Network
- 45 HGTV
- 53 Disney Channel
- 54 Nickelodeon
- 109 National Geographic Channel
- 110 Science
- 121 DIY
- 128 Sprout
- 130 The Hub
- 133 TeenNick
- 135 Disney XD
- 290 TBN
- 197/827 Food Network HD**
- 198/828 HGTV HD**
- 200/819 National Geographic Channel HD**
- 211/822 Science HD**
- 230/839 Disney Channel HD**
- 837 Disney XD HD**
- 840 Nickelodeon HD**
- 841 The Weather Channel HD**
- 843 HLN HD**
- 927 Sprout HD**
- 928 The Hub HD**

Digital Economy

Includes Limited Basic

- 24 QVC
- 31 CNN
- 34 Fox News Channel
- 35 The Weather Channel
- 36 A&E
- 37 Discovery Channel
- 38 History
- 40 AMC
- 43 Lifetime

- 44 Food Network
- 46 USA Network
- 50 Comedy Central
- 51 E!
- 52 TV Land
- 53 Disney Channel
- 55 Cartoon Network
- 56 Animal Planet
- 60 truTV
- 66 BET
- 67 Hallmark Channel
- 116 H2
- 191/816 Discovery Channel HD**
- 193/818 Animal Planet HD**
- 195/825 USA Network HD**
- 197/827 Food Network HD**
- 199/829 A&E HD**
- 212/823 History HD**
- 213/842 CNN HD**
- 222/831 AMC HD**
- 230/839 Disney Channel HD**
- 401-446 Music Choice
- 815 QVC HD**
- 833 Hallmark Channel HD**
- 836 Lifetime HD**
- 841 The Weather Channel HD**
- 844 Fox News Channel HD**
- 848 truTV HD**
- 852 E! HD**
- 856 BET HD**
- 860 Comedy Central HD**
- 861 Cartoon Network HD**
- 882 H2 HD**

Digital Starter

Includes Limited Basic

- 24 QVC
- 25 ESPN
- 26 ESPN2
- 27 FSN North
- 28 Golf Channel
- 29 Big Ten Network
- 30 Bloomberg TV
- 31 CNN
- 32 HLN
- 33 CNBC
- 34 Fox News Channel
- 35 The Weather Channel
- 36 A&E
- 37 Discovery Channel
- 38 History
- 39 TLC
- 40 AMC
- 42 Travel Channel
- 43 Lifetime
- 44 Food Network
- 45 HGTV
- 46 USA Network
- 47 TNT
- 48 FX
- 49 Syfy
- 50 Comedy Central
- 51 E!
- 52 TV Land
- 53 Disney Channel
- 54 Nickelodeon
- 55 Cartoon Network
- 56 Animal Planet
- 57 ABC Family
- 58 TBS
- 59 Bravo
- 60 truTV
- 62 Spike
- 64 VH1
- 65 MTV
- 66 BET
- 67 Hallmark Channel
- 68 NBC Sports Network
- 70 MSNBC
- 103 OWN
- 105 C-SPAN3
- 111 Investigation Discovery
- 114 BBC America
- 115 bio.
- 116 H2
- 118 Style
- 119 LMN
- 128 Sprout
- 136 Hallmark Movie Channel
- 149 MoviePlex
- 162 G4
- 166 FEARnet
- 189 gmc
- 191/816 Discovery Channel HD**
- 192/817 TLC HD**
- 193/818 Animal Planet HD**
- 194/824 Syfy HD**
- 195/825 USA Network HD**
- 196/826 TBS HD**
- 197/827 Food Network HD**
- 198/828 HGTV HD**
- 199/829 A&E HD**
- 201/863 FSN North HD**
- 202/864 ESPN HD**
- 203/865 ESPN2 HD**
- 204/879 TNT HD**
- 205/883 Velocity HD**
- 206/877 NBC Sports Network HD**

- 207/862 Golf**
- 208/907 Univ**
- 209/885 Palla**
- 212/823 Hist**
- 213/842 CNN**
- 222/831 AMC**
- 229/838 ABC**
- 230/839 Disn**
- 251 Bloomberg
- 255 Big Ten Ne
- 256/867 Big 1**
- 401-446 Musi
- 624 Telemund
- 692-693 Com
- Netw
- 814 HSN HD**
- 815 QVC HD**
- 820 Travel Ch**
- 830 FX HD**
- 833 Hallmark**
- 834 Hallmark Channel HD**
- 835 LMN HD**
- 836 Lifetime HD**
- 840 Nickelode**
- 841 The Weati**
- 843 HLN HD**
- 844 Fox News**
- 845 MSNBC HD**
- 846 CNBC HD**
- 848 truTV HD**
- 849 bio. HD**
- 850 Style HD**
- 851 gmc HD**
- 852 E! HD**
- 853 MTV HD**
- 854 VH1 HD**
- 856 BET HD**
- 859 G4 HD**
- 860 Comedy C**
- 861 Cartoon N**
- 866 Spike HD**
- 880 Bravo HD**
- 882 H2 HD**
- 884 Investigat**
- 897 XFINITY 3**
- 898 ESPN 3D**
- 917 Bloomber**
- 919 BBC Amei**
- 927 Sprout HC**

Premium Services

Starz

219/369/910 Starz HD

- 370 Starz
- 371 Starz Edge
- 372 Starz In Black
- 373 Starz Kids & Family
- 374 Starz Cinema
- 375 Starz Comedy

HBO

215/300/900 HBO HD

- 301 HBO
- 302 HBO2
- 303 HBO Signature
- 304 HBO Family
- 305 HBO Comedy
- 310 HBO Zone
- 311 HBO Latino
- 901 HBO2 HD**
- 903 HBO Latino HD**

Cinemax

217/319/930 Cinemax HD

- 320 Cinemax
- 321 MoreMAX
- 324 ActionMAX
- 325 ThrillerMAX

Showtime

218/339/920 Showtime HD

- 335 Showtime Women
- 336 Showtime Family
- 337 Showtime Next
- 340 Showtime
- 341 Showtime Too
- 342 Showtime Showcase
- 347 Showtime Extreme

The Movie Channel

- 350 The Movie Channel
- 352 The Movie Channel Xtra
- 940 The Movie Channel HD**

Adult

- 543 Playboy TV

International Selections

667 NEO Cricket

Pay-Per-View

501-503 iN Demand Pay-Per-View Events

504 iN Demand Pay-Per-View Events HD

544 Adult Pay-Per-View

546 Adult Pay-Per-View

701-706 ESPN Game Plan/
Full Court

751-760 NBA League Pass/
MLS Direct Kick

761 iN Demand Team HD

762 iN Demand Game HD

771-784 MLB Extra Innings/
NHL Center Ice

MultiLatino Packages

MultiLatino

Available a la carte with
subscription to Limited Basic

- 601 Discovery en Español
- 602 CNN en Español
- 603 FOX Deportes
- 604 beIN Sport en Español
- 605 tr3s
- 606 History en Español
- 607 mun2
- 608 Cine Latino
- 609 Viendo Movies
- 610 Cine Mexicano
- 611 Centro Americana
- 612 ESPN Deportes
- 613 UniMas
- 614 UniMas ALT
- 615 Univision ALT
- 616 Telemundo ALT
- 618 Ritmoson Latino
- 619 Telehit
- 620 nuvoTV
- 621 HTV Musica
- 622 Video Rola
- 623 Bandamax
- 624 Telemundo
- 625 Galavision
- 626 Vme Kids
- 627 Discovery Familia
- 628 Once TV Mexico
- 629 HITN
- 630 CBTv Michoacan
- 633 BabyFirst Americas
en Español
- 635 EWTN en Español
- 636 La Familia Network
- 637 TBN Enlace
- 640 TeleFormula
- 644 SUR TV
- 646 Canal 52MX
- 647 Mexicanal Network
- 648 MultiMedios TV
- 650 LAS
- 651 Caracol
- 653 WAPA America

- 656 Telefe
- 657 TV Chile
- 658 TV Colombia
- 659 TV Dominica
- 660 TV Venezuela
- 661 Utilisima
- 670 TVE Internacional
- 673 SUR Peru
- 675 HBO Latino
- 680 Gran Cine
- 681 De Pelicula
- 683 De Pelicula Clasico
- 684 Pasiones
- 685 Ecuavisa

MultiLatino Plus

Includes Limited Basic
and MultiLatino

MultiLatino Extra

Includes Limited Basic, Digital
Economy and MultiLatino

MultiLatino Max

Includes Limited Basic,
Digital Economy, MultiLatino and
the following channels:

- 25 ESPN
- 26 ESPN2
- 27 FSN North
- 28 Golf Channel
- 39 TLC
- 47 TNT
- 49 Syfy
- 54 Nickelodeon
- 58 TBS
- 59 Bravo
- 62 Spike
- 64 VH1
- 65 MTV
- 68 NBC Sports Network
- 114 BBC America
- 119 LMN
- 128 Sprout

- 192/817 TLC HD
- 194/824 Syfy HD
- 196/826 TBS HD
- 201/863 FSN No
- 202/864 ESPN H
- 203/865 ESPN2
- 204/879 TNT HD
- 206/877 NBC Sp
- 207/862 Golf Ch
- 835 LMN HD
- 840 Nickelodeon
- 853 MTV HD
- 854 VH1 HD
- 866 Spike HD
- 880 Bravo HD
- 919 BBC Americ
- 927 Sprout HD

MultiLatino

Includes Limi
Digital Econo
Preferred and
channels on Mu

A minimum subscription to Limited Basic is required to receive other services or other levels of video program available to customers with an HDTV set (not provided by Comcast) and a digital converter with HDTV capabilities. Services may be required to receive certain HD programming. A monthly HD Technology fee is also required for HD programming is only available to customers with a minimum subscription to the Digital Starter package, a fee Comcast) and a digital converter with 3D/HD capabilities. A monthly 3D Technology fee and a monthly HD Technology fee for 3D programming. Channel offerings and required service levels are subject to change. Please contact 1-800-

EXHIBIT 3



August 14, 2012
Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, N.W.
Suite 800
Washington, DC 20006

To Whom It May Concern:

SNL Kagan utilizes a multi-step process to accurately identify cable client franchise areas and associated ZIP and ZIP+4 Codes. (A ZIP+4 Code includes the five digits of the United States Postal Service ZIP Code, a hyphen, and four more digits that determine a more precise location than the ZIP Code.)

This methodology was developed to address the potential shortcomings in utilizing 5-digit ZIP Code data for "Effective Competition" petitions. The basic methodology has been in place for several years and has been used successfully in many Effective Competition cases at the FCC.

Because ZIP Codes and municipal boundaries are created and managed by different government authorities, the boundaries of ZIP Codes and municipal boundaries often overlap. ZIP Codes frequently span between and beyond municipal boundaries. ZIP+4 Codes, however, usually reside in one and only one municipality. SNL Kagan uses Place, Minor Civil Division (MCD), and County boundaries from Dynamap® a division of Pitney Bowes Business Insight, to determine municipal boundaries. SNL Kagan uses the Dynamap® ZIP+4 Centroids database, which contains ZIP+4 centroid correspondence for virtually all deliverable ZIP+4s, to identify ZIP+4 Codes within municipal boundaries, among the over 60 million ZIP+4s in all 50 states, DC, and Puerto Rico, based on current data from the USPS and the U.S. Bureau of the Census, and the Tele Atlas master street database.

SNL Kagan then utilizes its ZIP+4 Code mapping to enable our clients to obtain proper "Direct-to-Home" (DTH) subscriber counts for their respective franchise areas by tracking DTH subscribers at the ZIP+4 Code level. (Where SNL Kagan determines that a ZIP Code falls entirely within a franchise area, however, it is unnecessary to identify DTH subscribers at the ZIP+4 Code level for that 5-digit ZIP Code. In these instances, SNL Kagan identifies such 5-digit ZIP Codes and, accordingly, DTH subscribers are identified by the 5-digit ZIP code only.)

Only ZIP+4 Codes that meet specific criteria are included in this report. The following criteria must be met:

- The centroid of the ZIP+4 Code is within the franchise area; and
- The USPS ZIP+4 Record Type (from Dynamap® ZIP+4 Centroids) is either H- high rise or S - street.

Our methodology has been used by many multiple system operators (MSOs) as part of their Effective Competition relief efforts, and we believe this methodology produces the most accurate and detailed view of ZIP+4 data as it relates to cable franchise areas.

A handwritten signature in black ink, appearing to read "Pinna Gallant", with a long horizontal line extending to the right.

Pinna Gallant
Senior Product Manager
SNL Kagan

Financial Institutions | Real Estate | Energy | Media & Communications

One SNL Plaza, PO Box 2124, Charlottesville, VA 22902 | +1.434.977.1600 | +1.434.977.4466 fax

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EXHIBIT 4

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated March 14, 2013 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: March 22, 2013

ZIP Codes

DTH Count

Requested total for Lexington, MN	170
-----------------------------------	-----

Data is current through 2/28/2013

Report Prepared by:
Martin Esteves
Program Manager
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) Invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2013-02-28

550141671	0
550141673	0
550141674	0
550141789	0
550142441	2
550142443	0
550142471	4
550142472	0
550142502	1
550142504	1
550142602	1
550142603	2
550142604	4
550142606	0
550142608	0
550142609	0
550142612	0
550142801	1
550142803	1
550142805	0
550142810	0
550142812	0
550142813	1
550143401	2
550143402	1
550143403	2
550143404	0
550143405	3
550143406	2
550143407	1
550143408	1
550143409	2
550143410	1
550143411	0
550143412	4
550143413	0
550143414	0
550143415	1
550143416	2
550143417	1
550143418	0
550143419	0
550143420	2
550143421	1
550143422	1
550143423	3
550143424	2
550143425	1
550143426	0
550143427	3
550143428	0

550143429	0
550143430	0
550143500	0
550143501	0
550143502	0
550143503	0
550143504	0
550143505	1
550143506	2
550143507	1
550143508	0
550143509	0
550143510	1
550143511	1
550143512	0
550143513	0
550143516	0
550143517	0
550143519	0
550143520	1
550143521	0
550143522	0
550143523	0
550143524	0
550143525	0
550143526	0
550143527	0
550143529	0
550143530	0
550143531	0
550143533	0
550143601	1
550143604	0
550143605	1
550143606	0
550143607	0
550143608	0
550143609	1
550143610	2
550143611	1
550143612	0
550143613	0
550143614	1
550143615	1
550143618	0
550143621	1
550143623	2
550143625	1
550143627	3
550143628	1
550143631	0
550143633	0

550143644	2
550143646	0
550143647	1
550143648	1
550143650	1
550143651	1
550143652	4
550143653	2
550143654	2
550143655	0
550143656	0
550143657	0
550143658	0
550143659	0
550143700	0
550143701	0
550143702	0
550143703	1
550143704	1
550143705	0
550143706	0
550143707	0
550143708	5
550143709	2
550143710	1
550143711	3
550143712	3
550143713	3
550143714	2
550143715	1
550143716	4
550143717	1
550143718	0
550143719	0
550143720	0
550143721	0
550143722	0
550143723	0
550143725	3
550143727	1
550143728	0
550143729	2
550143730	0
550143731	1
550143732	0
550143733	0
550143734	0
550143735	0
550143736	0
550143737	0
550143738	0
550143739	0

550143740	0
550143741	0
550143742	0
550143743	0
550143744	1
550143745	1
550143746	1
550143747	1
550143748	0
550143749	0
550143750	0
550143751	0
550143752	0
550143753	0
550143754	0
550143755	0
550143756	0
550143757	2
550143758	0
550143759	0
550143762	0
550143763	0
550143764	0
550143765	0
550143766	2
550143767	0
550143768	0
550143769	0
550143770	0
550143771	2
550143772	0
550143773	0
550143774	0
550143775	0
550143776	0
550143777	0
550143778	0
550143779	0
550143780	0
550143822	0
550143824	3
550143825	1
550143826	1
550143827	2
550143852	0
550143854	0
550143856	0
550143858	0
550143900	0
550143901	0
550143902	0
550143903	0

550143904	2
550143905	1
550143906	1
550143907	3
550143908	1
550143909	1
550143910	2
550143911	3
550143912	2
550143916	0
550143918	0
550143920	0
550143921	0
550143922	0
550143923	1
550143924	0
550143925	0
550143926	2
550143927	1
550143928	1
550143929	0
550143930	0
550143931	0
550143932	0
550143933	0
550143934	0
550143935	2
550143936	1
550143937	0
550143938	0
550143947	0
550143963	0
550143964	0
550143965	0
550143966	0
550143967	0
550144030	0
554496722	1
554496877	3
Total	170

EXHIBIT 5



H1

OCCUPANCY STATUS

Universe: Housing units

2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

	Lexington city, Minnesota
Total:	861
Occupied	787
Vacant	74

Source: U.S. Census Bureau, 2010 Census.

EXHIBIT 6

Community	State	Total DBS Subscribers	2010 Census Occupied Housing Units	DTH Penetration
LEXINGTON	MN	170	787	21.60%


CERTIFICATE OF SERVICE

I, Deborah D. Williams, do hereby certify on this 13th day of May, 2013 that a true and correct copy of the foregoing "Petition for Special Relief" has been sent via U.S. mail, postage prepaid to the following:

Don Heifort
City Administrator
City Lexington
9180 Lexington Ave.
Lexington, MN 55014

Stephen Guzzetta
Bradley & Guzzetta, LLC
1976 Wooddale Drive, Suite 3A
Woodbury, MN 55125

Heidi Arnson
Executive Director
North Metro
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Deborah D. Williams